

Fill in this information to identify the case:

Debtor name Goodman Networks Incorporated dba Goodman Solutions

United States Bankruptcy Court for the: NORTHERN DISTRICT OF TEXAS

Case number (if known) 22-31641-mvl7

☐ Check if this is an amended filing

Official Form 207

Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy

04/22

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

Part 1: Income

1. Gross revenue from business

☐ None.

Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year

From the beginning of the fiscal year to filing date:
From 1/01/2022 to Filing Date

Sources of revenue
Check all that apply

☐ Operating a business
☒ Other Customers

Gross revenue
(before deductions and exclusions)

\$85.80

For prior year:
From 1/01/2021 to 12/31/2021

☐ Operating a business
☒ Other Customers

\$15,857,658.80

For year before that:
From 1/01/2020 to 12/31/2020

☐ Operating a business
☒ Other Customers

\$41,367,092.03

2. Non-business revenue

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

☐ None.

Description of sources of revenue

Gross revenue from each source
(before deductions and exclusions)

From the beginning of the fiscal year to filing date:
From 1/01/2022 to Filing Date

Asset Disposition

\$4,611.50

From the beginning of the fiscal year to filing date:
From 1/01/2022 to Filing Date

Fleet Rebate

\$164,595.00

From the beginning of the fiscal year to filing date:
From 1/01/2022 to Filing Date

Rebate

\$1,467.28

From the beginning of the fiscal year to filing date:
From 1/01/2022 to Filing Date

Recycling Rebate

\$6,017.00

Debtor **Goodman Networks Incorporated dba Goodman Solutions**Case number (if known) **22-31641-mvl7**

Description of sources of revenue	Gross revenue from each source (before deductions and exclusions)
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From the beginning of the fiscal year to filing date:
From **1/01/2022** to **Filing Date**

Sale of Assets **\$68,759.54**

From the beginning of the fiscal year to filing date:
From **1/01/2022** to **Filing Date**

Bank Interest **\$14,784.14**

Part 2: List Certain Transfers Made Before Filing for Bankruptcy**3. Certain payments or transfers to creditors within 90 days before filing this case**

List payments or transfers—including expense reimbursements—to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$7,575. (This amount may be adjusted on 4/01/25 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

☐ None.

Creditor's Name and Address	Dates	Total amount of value	Reasons for payment or transfer <i>Check all that apply</i>
3.1. Baker Tilly Virchow Krause LLC PO Box 78975 Milwaukee, WI 53278-8975	08/04/2022	\$8,085.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>Tax consultant</u>
3.2. Bondholders [unknown]	08/22/2022, 08/24/22	\$502,760.40	<input checked="" type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other ____
3.3. CFGH Holdings LLC 1 Lincoln St, 13th Floor Boston, MA 02111	08/04/2022	\$48,914.84	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>Financial consultants</u>
3.4. Connor Lee & Shumaker PLLC 609 Castle Ridge Rd, Ste. 450 Austin, TX 78746	06/17/2022	\$100,000.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>Legal Retainer - Aris litigation</u>
3.5. Ferguson Braswell Fraser Kubasta PC PO Box 1581 Memphis, TN 38101	06/14/2022	\$50,000.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>Legal Retainer - Aris litigation</u>

Debtor **Goodman Networks Incorporated dba Goodman Solutions**Case number (if known) **22-31641-mvl7**

Creditor's Name and Address	Dates	Total amount of value	Reasons for payment or transfer <i>Check all that apply</i>
3.6. Genesis Networks, LLC 600 N Loop 1604 E San Antonio, TX 78232	06/14/2022	\$128,420.99	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>Legal fees-Aris litigation</u>
3.7. Hunton Andrews Kurth LLP 1445 Ross Ave, Ste. 3700 Dallas, TX 75202	07/05/2022	\$100,000.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>Legal fees-bondholders</u>
3.8. Intact Services USA LLC PO Box 371871 Pittsburgh, PA 15250-7871	06/15/22, 06/24/2022	\$22,315.50	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>Business insurance</u>
3.9. NEWCO DE 22, INC. 10 W. 27th St. #602 New York, NY 10018	08/05/2022	\$87,746.63	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input checked="" type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other___
3.10 Platinum Communications, Inc. 2019 Clovis Barker Rd. Bldg A, Ste. 100 San Marcos, TX 78666	08/04/2022	\$9,000.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input checked="" type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other___
3.11 UIC, Inc PO Box 560007 Montverde, FL 34756	07/06/2022	\$11,577.50	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other___

4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$7,575. (This amount may be adjusted on 4/01/25 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. *Insiders* include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

☐ None.

Insider's name and address Relationship to debtor	Dates	Total amount of value	Reasons for payment or transfer
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Debtor **Goodman Networks Incorporated dba Goodman Solutions**Case number (if known) **22-31641-mvl7**

Insider's name and address Relationship to debtor	Dates	Total amount of value	Reasons for payment or transfer
4.1. James Frinzi American Airlines 1 Skyview Dr. Fort Worth, TX 76155 Business	12/17/2021	\$60,000.00	Travel Airpass
4.2. James Frinzi American Metals Recovery and Recycling 4301 Westbank Dr. B-110 Austin, TX 78746 Business	1/11/2022; 1/12/2022; 1/13/2022; 1/14/2022; 1/18/2022; 1/28/2022	\$44,000,000.00	Loan-American Metals Recovery & Recycling
4.3. James Frinzi American Metals Recovery and Recycling I 4301 Westbank Dr., Ste B-110 Austin, TX 78746	4/5/2022; 5/3/2022; 6/2/2022; 8/4/2022	\$409,411.79	AR invoice paid to Goodman; should be paid to AMRR
4.4. James Goodman Goodman Telecom Services. LLC 1354 N. Loop 1604 East, Ste. 103 San Antonio, TX 78232	1/14/2022	\$920.00	Return of AR Lumen paid Debtor in error
4.5. James Goodman Goodman Telecom Services. LLC 1354 N. Loop 1604 East, Ste. 103 San Antonio, TX 78232	2/11/2022	\$48,500.00	AR invoices for LSU work/travel costs
4.6. Jason Goodman 6613 Autumn Mist Cove Little Elm, TX 75068 Relative	9/13/2021	\$491,725.00	Bonus
4.7. Joseph Goodman 37 Old Fredericksburg Rd Boerne, TX 78015 Relative	9/13/2021	\$377,967.39	Bonus
4.8. Madison Elizabeth Goodman 9614 Honeysuckle Dr Frisco, TX 75035 Relative	9/21/2021	\$86,410.12	Bonus
4.9. Jake Goodman 103 Tomahawk Trail San Antonio, TX 78232 Relative	1/28/2022	\$125,000.00	Consulting
4.10 James Frinzi Multiband Global Resources 4301 Westbank Dr. B-110 Austin, TX 78746	12/30/2021; 1/4/2022	\$5,362,000.00	Multiband Global Resources
4.11 James Goodman People NQ, Inc. 17460 I35 Ste. 160 Schertz, TX 78154	9/17/2021; 10/1/2021; 11/12/2021; 11/19/2021; 12/6/2021; 12/13/2021; 12/16/2021; 12/23/2021	\$540,681.38	Consulting

Debtor **Goodman Networks Incorporated dba Goodman Solutions**

Case number (if known) **22-31641-mvl7**

Insider's name and address Relationship to debtor	Dates	Total amount of value	Reasons for payment or transfer
4.12 James Goodman Genesis Networks, LLC 600 N. Loop 1064E San Antonio, TX 78232 Banking facility for Goodman Networks	9/30/2021; 11/1/2021; 11/30/2021; 12/30/2021; 1/31/2022; 2/28/2022; 3/30/2022; 5/2/2022; 5/31/2022; 6/30/2022; 8/1/2022; 8/15/2022; 8/15/2022	\$4,752,348.43	Genesis Loan
4.13 James Goodman Genesis Networks Global Services, LLC 1354 N. Loop 1604 East Ste. 103 San Antonio, TX 78232	2/3/2022	\$39,000.00	Pitchbook/contract with Genesis The Commercial Collection Corp. 34 Seymour Street Tonawanda, NY 14150
4.14 James Goodman Unified Field Services 1354 N. Loop 1604 E., Suite 103 San Antonio, TX 78232	5/23/2022	\$108,495.59	Return of Donlen AR paid in error
4.15 James Frinzi World Conquest LLC 3736 Bee Caves Rd Ste. 1-164 Austin, TX 78746	5/23/2022; 9/7/2021; 10/4/2021; 10/27/2021; 10/29/2021; 11/5/2021; 11/24/2021; 12/6/2021; 12/6/2021; 12/23/2021; 12/27/2021; 1/10/2022	\$746,386.88	Consultant-CEO
4.16 James Goodman Genesis Networks Global Services LLC 1354 N. Loop 1604 East Ste. 103 San Antonio, TX 78232	6/14/22	\$128,420.99	Legal - Winstead legal invoices

5. Repossessions, foreclosures, and returns

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

■ None

Creditor's name and address	Describe of the Property	Date	Value of property
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6. Setoffs

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

Debtor **Goodman Networks Incorporated dba Goodman Solutions**Case number (if known) **22-31641-mvl7**☒ None

Creditor's name and address	Description of the action creditor took	Date action was taken	Amount
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Part 3: Legal Actions or Assignments**7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits**

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity—within 1 year before filing this case.

☐ None.

	Case title Case number	Nature of case	Court or agency's name and address	Status of case
7.1.	Arris Solutions, Inc. vs Goodman Networks Inc et al 2021CI24147	Other Debt/Contract	Bexar County District Court 101 W Nueva, Suite 217 San Antonio, TX 78205-3411	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.2.	Call Center Systems, LLC vs Goodman Networks, Inc. d/b/a Goodman Solutions 471-06122-2021	Consumer / Commercial / Debt	Collin County District Court Russell A. Steindam Courts Building 2100 Bloomdale Rd McKinney, TX 75071	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.3.	Young Hwy Trucking LLC and Johnny Lee Bookman vs Frank Stuart Brocato and Goodman Networks, Inc. 429-06974-2021	Motor Vehicle	Collin County District Court Russell A. Steindam Courts Building 2100 Bloomdale Rd. McKinney, TX 75071	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.4.	Will Greer vs Goodman Networks Inc et al 2021CI00524	Motor Vehicle Accident	Bexar County District Court 101 W Nueva, Suite 217 San Antonio, TX 78205-3411	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.5.	Laura Garcia vs Goodman Networks 2021-47481	Motor Vehicle Accident	Harris County District Court 201 Caroline Houston, TX 77002	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
7.6.	Insurance Company of the West vs Goodman Solutions, Inc. 471-05838-2022	Contract / Debt	471st District Court Collin County, Texa 2100 Bloomdale Dr. Suite 12132 McKinney, TX 75071	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.7.	AT&T Corp v Goodman Networks Incorporated 4:22-cv-00914-SDJ	Contract	U.S. District Court, Eastern Dist of TX 7940 Preston Rd., Room 101 Plano, TX 75024	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.8.	Joseph Rexing JR and Leo R. Rexing vs Goodman Solutions Inc d/b/a Goodman Solutions 3:22-cv-1	Contract	US District Court Indiana Southern 46 E Ohio St Indianapolis, IN 46204	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded

8. Assignments and receivership

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

Debtor **Goodman Networks Incorporated dba Goodman Solutions**

Case number (if known) **22-31641-mvl7**

☒ None

Part 4: Certain Gifts and Charitable Contributions

9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000

☒ None

Recipient's name and address	Description of the gifts or contributions	Dates given	Value
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Part 5: Certain Losses

10. All losses from fire, theft, or other casualty within 1 year before filing this case.

☒ None

Description of the property lost and how the loss occurred	Amount of payments received for the loss <small>If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received. List unpaid claims on Official Form 106A/B (Schedule A/B: Assets – Real and Personal Property).</small>	Dates of loss	Value of property lost
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Part 6: Certain Payments or Transfers

11. Payments related to bankruptcy

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

☐ None.

	Who was paid or who received the transfer? Address	If not money, describe any property transferred	Dates	Total amount or value
11.1.	Akerman LLP 98 Southwest Seventh St., Ste 1100 Miami, FL 33131		2/3/2022	\$100,000.00
	Email or website address www.akerman.com			
	Who made the payment, if not debtor?			
11.2.	Akerman LLP 98 Southwest Seventh St., Ste 1100 Miami, FL 33131		6/2/2022	\$100,000.00
	Email or website address www.akerman.com			
	Who made the payment, if not debtor?			

Debtor **Goodman Networks Incorporated dba Goodman Solutions**

Case number (if known) **22-31641-mvl7**

	Who was paid or who received the transfer? Address	If not money, describe any property transferred	Dates	Total amount or value
11.3.	Forshey & Prostok LLP 777 Main Street Ste 1550 Fort Worth, TX 76102		10/13/2021	\$50,000.00

Email or website address
www.forsheyprostok.com

Who made the payment, if not debtor?

11.4.	Forshey & Prostok LLP 777 Main St., Ste 1550 Fort Worth, TX 76102		12/16/2021	\$50,000.00
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Email or website address
www.forsheyprostok.com

Who made the payment, if not debtor?

12. Self-settled trusts of which the debtor is a beneficiary

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.

Do not include transfers already listed on this statement.

☒ None.

Name of trust or device	Describe any property transferred	Dates transfers were made	Total amount or value
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13. Transfers not already listed on this statement

List any transfers of money or other property by sale, trade, or any other means made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

☐ None.

	Who received transfer? Address	Description of property transferred or payments received or debts paid in exchange	Date transfer was made	Total amount or value
13.1	Analysia Martinez 3731 Remington Dr Carrollton, TX 75007	Trailers	5/13/2021	\$1,250.00

Relationship to debtor

13.2	Carmelo Campos 500 Briaroaks Dr. Lake Dallas, TX 75065	Dell Latitude E7390 & Thinkpad T14 Gen1 & Verizon iphone 8	9/30/2021	\$315.00
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Relationship to debtor

Debtor **Goodman Networks Incorporated dba Goodman Solutions**Case number (if known) **22-31641-mvl7**

	Who received transfer? Address	Description of property transferred or payments received or debts paid in exchange	Date transfer was made	Total amount or value
13.3	Charlotte Oliver 3013 Big Leaf Drive Little Elm, TX 75068	Dell Latitude E5400 (qty 2) & Dell docking station (qty 2)	10/12/2021	\$227.00
	Relationship to debtor			
13.4	Debra Caldwell 138 Center St Nevada, TX 75173	Dell Latitude E5490 computer & Dell docking station (2 qty)	10/12/2021	\$137.00
	Relationship to debtor			
13.5	Francis Vidad 9787 Beckett Dr Frisco, TX 75035	Samsung Chromebook (qty 10) & Dell Latitude E5400 (qty 6) & Verizon iphone 8 plus	10/12/2021	\$787.50
	Relationship to debtor			
13.6	Goodman Telecom Services LLC 103 Industrial Loop, Suite 1100 Fredericksburg, TX 78624	TECH DASH trademark	6/9/2022	\$10,000.00
	Relationship to debtor			
13.7	Goodman Telecom Services LLC 103 Industrial Loop, Suite 1100 Fredericksburg, TX 78624	Computer equipment	10/12/2021	\$208.00
	Relationship to debtor			
13.8	Huntington Bank-Glenn Smith 1926 Meadows Rd Madison, OH 44057	Appliance-Washer, dryer & microwave.	9/30/2021	\$750.00
	Relationship to debtor			
13.9	Jeff Nelson 9874 Robinwoods Dr Frisco, TX 75035-0351	Microsoft surface Pro 4 & Verizon iPhone 8 & Verizon ipad Air2	9/30/2021	\$224.50
	Relationship to debtor			

Debtor **Goodman Networks Incorporated dba Goodman Solutions**

Case number (if known) **22-31641-mvl7**

	Who received transfer? Address	Description of property transferred or payments received or debts paid in exchange	Date transfer was made	Total amount or value
13.1 0.	Jo Ella Terhesh 711 Slicers Hole San Antonio, TX 78260	Dell Latitude E5490 computer & Dell docking station (2 qty)	10/12/2021	\$260.74
	Relationship to debtor			
13.1 1.	Jo Ella Terhesh 711 Slicers Hole San Antonio, TX 78260	Verizon Ipad 5th Gen (qty 2)	10/12/2021	\$120.00
	Relationship to debtor			
13.1 2.	Lee Williams 8724 Country Glen Xing Plano, TX 75024	Lost asset, unknown	11/13/2020	\$194.80
	Relationship to debtor			
13.1 3.	Linda Madrid 1713 Christopher Creek Rd Little Elm, TX 75068	Dell Latitude E5400 & Dell docking station	9/30/2021	\$113.50
	Relationship to debtor			
13.1 4.	Lonestar Forklift 4213 Forest Lane Garland, TX 75042	Forklift	6/7/2021	\$4,000.00
	Relationship to debtor			
13.1 5.	MC Appliance Corp 940 N Central Ave Wood Dale, IL 60191	Appliances (qty 23)	11/13/2020	\$2,645.00
	Relationship to debtor			
13.1 6.	Michael Magnia 821 Dublin Dr, Unit 237 Richardson, TX 75080	Epson Powerlite 1761W LCD Projector	11/21/2021	\$30.00
	Relationship to debtor			
13.1 7.	New York Community Bank-	Appliance-washer, dryer & dishwasher	9/30/2021	\$550.00
	Relationship to debtor			

Debtor **Goodman Networks Incorporated dba Goodman Solutions**

Case number (if known) **22-31641-mvl7**

	Who received transfer? Address	Description of property transferred or payments received or debts paid in exchange	Date transfer was made	Total amount or value
13.1 8.	New York Community Bank-	Appliance-stove	9/30/2021	\$375.00
	Relationship to debtor			
13.1 9.	New York Community Bank-	Appliance-washer & dryer	9/30/2021	\$325.00
	Relationship to debtor			
13.2 0.	Pace Butler 5915 NW 23rd St Oklahoma City Oklahoma City, OK 73127	Used phones	10/12/2021	\$285.00
	Relationship to debtor			
13.2 1.	Pace Butler 5915 NW 23rd St Oklahoma City Oklahoma City, OK 73127	Used phones	12/15/2021	\$5,467.00
	Relationship to debtor			
13.2 2.	Ryan DeGuzman 1413 Red Drive Little Elm, TX 75068	Dell Latitude E7200 & Dell Precision 5540	9/30/2021	\$352.50
	Relationship to debtor			
13.2 3.	Samantha Sondrup 2258 White Rock Ln Little Elm, TX 75068	Apple ipad Air 2 (Qty 10) & Dell docking station (qty 2)	10/12/2021	\$422.00
	Relationship to debtor Relative			
13.2 4.	Sold Trailers (Cash)	Trailers	12/30/2020	\$12,100.00
	Relationship to debtor			
13.2 5.	Stephanie Elmore 2516 Wichita TRL Sanger, TX 76266	Verizon Ipad 5th Gen (qty 2)	10/12/2021	\$120.00
	Relationship to debtor			

Debtor **Goodman Networks Incorporated dba Goodman Solutions**

Case number (if known) **22-31641-mvl7**

	Who received transfer? Address	Description of property transferred or payments received or debts paid in exchange	Date transfer was made	Total amount or value
13.2 6.	Stephanie Elmore 2516 Wichita TRL Sanger, TX 76266	3 satellite meter kits	1/12/2022	\$1,500.00
	Relationship to debtor			
13.2 7.	STS Electronics Recycling Inc 402 S Ragsdale Street Jacksonville, TX 75766	Recycle computer parts & equipment	10/18/2021	\$17,500.00
	Relationship to debtor			
13.2 8.	War Logistics PO Box 595 Southaven, MS 38671	20 warehouse tables, 5 zebra printers, 5 file cabinets, 35 wire racks on wheels, 12 safety stations, 4 round breakroom tables, 20 rubber mats, 1 blue air compressor, 4 pallets of gray totes, 4 banks of lockers, 2 metal detectors, 3 office chairs, office supplies	9/30/2021	\$8,500.00
	Relationship to debtor			
13.2 9.	18920 NW 11th LLC 2719 Hollywood Blvd. Hollywood, FL 33020		3/11/2022	\$11,474,075.00
	Relationship to debtor Business			
13.3 10.	Carolyn Ming		1/6/2022	\$96,000.00
	Relationship to debtor			
13.3 11.	Hudson Clean Energy Enterprises 850 3rd Ave Ste. 1306 New York, NY 10022	Bonds-buy back	2/3/22	\$17,032,060.00
	Relationship to debtor Business			
13.3 12.	Mercedes Lafonde		1/6/2022	\$120,000.00
	Relationship to debtor			

Debtor **Goodman Networks Incorporated dba Goodman Solutions**

Case number (if known) **22-31641-mvl7**

	Who received transfer? Address	Description of property transferred or payments received or debts paid in exchange	Date transfer was made	Total amount or value
13.3 3.	RBC Capital Markets 200 Vesey St., 9th Floor New York, NY 10281		2/24/2022	\$2,000,000.00
	Relationship to debtor Bondholder			
13.3 4.	Stauber Law Office	Escrow account used for acquisition of AMRR	12/13/2021	\$500,000.00
	Relationship to debtor			

Part 7: Previous Locations

14. Previous addresses

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

☐ Does not apply

	Address	Dates of occupancy From-To
14.1.	2801 Network Blvd. Suite 300 Frisco, TX 75034	September 2015 - December 2021

Part 8: Health Care Bankruptcies

15. Health Care bankruptcies

Is the debtor primarily engaged in offering services and facilities for:

- diagnosing or treating injury, deformity, or disease, or
- providing any surgical, psychiatric, drug treatment, or obstetric care?

☒ No. Go to Part 9.

☐ Yes. Fill in the information below.

Facility name and address	Nature of the business operation, including type of services the debtor provides	If debtor provides meals and housing, number of patients in debtor's care
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Part 9: Personally Identifiable Information

16. Does the debtor collect and retain personally identifiable information of customers?

☐ No.

☒ Yes. State the nature of the information collected and retained.

Business Name
Business address
Tax ID Numbers
Phone Numbers

Does the debtor have a privacy policy about that information?

☐ No

☒ Yes

Debtor Goodman Networks Incorporated dba Goodman SolutionsCase number (if known) 22-31641-mvl7

17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b), or other pension or profit-sharing plan made available by the debtor as an employee benefit?

☐ No. Go to Part 10.

☒ Yes. Does the debtor serve as plan administrator?

☒ No Go to Part 10.

☐ Yes. Fill in below:

Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units

18. Closed financial accounts

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?

Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

☐ None

Financial Institution name and Address	Last 4 digits of account number	Type of account or instrument	Date account was closed, sold, moved, or transferred	Last balance before closing or transfer
18.1. Oriental Bank PO Box 191429 San Juan, PR 00919-1429	XXXX-2587	<input type="checkbox"/> Checking <input type="checkbox"/> Savings <input type="checkbox"/> Money Market <input type="checkbox"/> Brokerage <input checked="" type="checkbox"/> Other <u>Fees relating to 401K</u>	12/31/21	\$875.00

19. Safe deposit boxes

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

☒ None

Depository institution name and address	Names of anyone with access to it Address	Description of the contents	Does debtor still have it?
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20. Off-premises storage

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

☐ None

Facility name and address	Names of anyone with access to it	Description of the contents	Does debtor still have it?
Advantage Storage 3540 Legacy Dr Frisco, TX 75034	John Goodman	Company records	<input type="checkbox"/> No <input checked="" type="checkbox"/> Yes

Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own

21. Property held for another

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

☐ None

Debtor **Goodman Networks Incorporated dba Goodman Solutions**

Case number (if known) **22-31641-mvl7**

Owner's name and address	Location of the property	Describe the property	Value
East West Bank 135 N. Los Robles Suite 200 Pasadena, CA 91101	East West Bank 135 N. Los Robles, Ste 200 Pasadena, CA 91101	Account Name: Goodman Networks Inc's Account No. *5481 Purpose: GN-DTV collections posted to this account	\$176,989.70
Owner's name and address	Location of the property	Describe the property	Value
Prosperity Bank	Prosperity Bank	Account Name: Goodman Networks Inc / Money Market Account Account No. *3992 GN Notes Collateral Proceeds	Unknown
Owner's name and address	Location of the property	Describe the property	Value
Prosperity Bank	Prosperity Bank	Account Name: Goodman Networks Inc - Cash Concentration Account Account No. *1838 Outgoing Wires/ACH	Unknown
Owner's name and address	Location of the property	Describe the property	Value
Prosperity Bank	Prosperity Bank	Account name: Goodman Networks Inc / Controlled Disbursement Account Account No. *4352 FedEx collections posted to this account	Unknown

Part 12: Details About Environment Information

For the purpose of Part 12, the following definitions apply:

Environmental law means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).

Site means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.

Hazardous material means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

22. **Has the debtor been a party in any judicial or administrative proceeding under any environmental law?** Include settlements and orders.

- ☒ No.
☐ Yes. Provide details below.

Case title Case number	Court or agency name and address	Nature of the case	Status of case
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23. **Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?**

- ☒ No.
☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
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24. **Has the debtor notified any governmental unit of any release of hazardous material?**

- ☒ No.
☐ Yes. Provide details below.

Debtor **Goodman Networks Incorporated dba Goodman Solutions**Case number (if known) **22-31641-mvl7**

Site name and address

Governmental unit name and address

Environmental law, if known

Date of notice

Part 13: Details About the Debtor's Business or Connections to Any Business**25. Other businesses in which the debtor has or has had an interest**

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

☐ None

Business name address

Describe the nature of the business

Employer identification number

Do not include Social Security number or ITIN.

Dates business existed

25.1. **GNET ATC LLC**
2831 Eldorado Pkwy, Ste. 103
#453
Frisco, TX 75033

EIN: **84-2795422**From-To **August 2019 to Present**

25.2. **Multiband Field Services, Incorporated**
2831 Eldorado Pkwy, Ste. 103
#453
Frisco, TX 75033

EIN: **61-1391746**From-To **June 2012 to Present**

25.3. **Goodman Networks Services, LLC**
2831 Eldorado Pkwy, Ste. 103
#453
Frisco, TX 75034

EIN: **46-5158389**

From-To

26. Books, records, and financial statements

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

☐ None

Name and address

Date of service

From-To

26a.1. **John Debus**
2801 Network Blvd, Ste. 300
Frisco, TX 75034

9/6/2020-12/1/2020

26a.2. **Brad Kozma**
2801 Network Blvd, Ste. 300
Frisco, TX 75034

12/3/2020-9/8/2021

26a.3. **Deborah Southwell**
2801 Network Blvd, Ste. 300
Frisco, TX 75034

11/2020-2/2021

26a.4. **David Fortune**
2801 Network Blvd, Ste. 300
Frisco, TX 75034

3/15/2021-9/9/2021

26a.5. **Stephanie Elmore**
2831 Eldorado Blvd Ste. 103 #453
Frisco, TX 75033

1/1/2022-Present

26a.6. **Howard Konicov**
1 Lincoln Street, Suite 1301
Boston, MA 02111

12/27/2021-Present

Debtor **Goodman Networks Incorporated dba Goodman Solutions**

Case number (if known) **22-31641-mvl7**

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

☐ None

Name and address		Date of service From-To
26b.1.	RSM US LLP 13155 Noel Rd Ste. 2200 Dallas, TX 75240	9/6/2021-9/6/2022
Name and address		Date of service From-To
26b.2.	John Debus 2801 Network Blvd, Ste. 300 Frisco, TX 75034	9/6/2020-12/1/2020
Name and address		Date of service From-To
26b.3.	Brad Kozma 2801 Network Blvd, Ste. 300 Frisco, TX 75034	12/3/2020-9/8/2021
Name and address		Date of service From-To
26b.4.	Deborah Southwell 2801 Network Blvd, Ste. 300 Frisco, TX 75034	11/2020-2/2021
Name and address		Date of service From-To
26b.5.	David Fortune 2801 Network Blvd, Ste. 300 Frisco, TX 75034	3/15/2021-9/9/2021
Name and address		Date of service From-To
26b.6.	Stephanie Elmore 2801 Network Blvd, Ste. 300 Frisco, TX 75034	1/1/2022-Present
Name and address		Date of service From-To
26b.7.	Howard Konicov 2801 Network Blvd, Ste. 300 Frisco, TX 75034	12/27/2021-Present

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

☐ None

Name and address		If any books of account and records are unavailable, explain why
26c.1.	Stephanie Elmore 2831 Eldorado Blvd Ste 103 #453 Frisco, TX 75033	
26c.2.	Howard Konicov 1 Lincoln Street, Suite 1301 Boston, MA 02111	

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

☒ None

Debtor **Goodman Networks Incorporated dba Goodman Solutions**Case number (if known) **22-31641-mvl7****Name and address****27. Inventories**

Have any inventories of the debtor's property been taken within 2 years before filing this case?

- ☒ No
- ☐ Yes. Give the details about the two most recent inventories.

Name of the person who supervised the taking of the inventory**Date of inventory****The dollar amount and basis (cost, market, or other basis) of each inventory****28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.****29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?**

- ☐ No
- ☒ Yes. Identify below.

Name	Address	Position and nature of any interest	Period during which position or interest was held
Joseph Hart IV	3630 40th Ave W Seattle, WA 98199	COO	10/7/2020 - 9/13/2021
Anthony Rao	6 Sprucewood Lane Westport, CT 06880	EVP & General Counsel	12/1/2016 - 8/2/2021
James Goodman	103 Tomahawk Trail San Antonio, TX 78232	Board Member	
Jake Goodman	Unknown	Board Member	
Brad Kozma	5897 Willoughby Ln Frisco, TX 75033	CFO	12/3/2020 - 9/8/2021
Jason Goodman	6613 Autumn Mist Cove Little Elm, TX 75068	CEO	3/22/2021 - 12/31/2021
Jason Goodman	6613 Autumn Mist Cove Little Elm, TX 75068	Board Member	thru 10/20/2021

Debtor **Goodman Networks Incorporated dba Goodman Solutions**Case number (if known) **22-31641-mvl7**

Name	Address	Position and nature of any interest	Period during which position or interest was held
Joseph Goodman	37 Old Fredericksburg Rd Boerne, TX 78015	VP Sales Business Development	2/1/2020 - 12/31/2021
Name	Address	Position and nature of any interest	Period during which position or interest was held
Joseph Goodman	37 Old Fredericksburg Rd Boerne, TX 78015	Board Member	thru 10/22/2021
Name	Address	Position and nature of any interest	Period during which position or interest was held
James Frinzi	3736 Bee Cave Rd, Ste. 1164 Austin, TX 78746	Consultant, CEO	10/20/2021 - 9/4/2022
Name	Address	Position and nature of any interest	Period during which position or interest was held
Marshall Green	8 Bishops Grn San Antonio, TX 78257	Chief HR Officer	9/14/2020 - 9/17/2021

30. **Payments, distributions, or withdrawals credited or given to insiders**

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

☐ No☒ Yes. Identify below.

	Name and address of recipient	Amount of money or description and value of property	Dates	Reason for providing the value
30.1	Jason Goodman 6613 Autumn Mist Cove Little Elm, TX 75068	491,725.00	9/13/2021	Bonus
	Relationship to debtor Relative			
30.2	Joseph Goodman 37 Old Fredericksburg Rd Boerne, TX 78015	377,967.39	9/13/2021	Bonus
	Relationship to debtor Relative			
30.3	Madison Elizabeth Goodman 9614 Honeysuckle Dr Frisco, TX 75035	86,410.12	9/21/2021	Bonus
	Relationship to debtor Relative			
30.4	Jake Goodman 103 Tomahawk Trail San Antonio, TX 78232	250,000.00	12/31/2021; 1/28/2022	Consulting
	Relationship to debtor Relative			

Debtor **Goodman Networks Incorporated dba Goodman Solutions**

Case number (if known) **22-31641-mvl7**

	Name and address of recipient	Amount of money or description and value of property	Dates	Reason for providing the value
30.5	Genesis Networks LLC 600 N. Loop 160E San Antonio, TX 78232	\$4,463,804.68- James Goodman Loan #1087916 - collateral debited from Prosperity account;	08/15/22	
	Relationship to debtor			
30.6	Genesis Network LLC 600 N. Loop 1604E San Antonio, TX 78232	James Goodman Loan Payments - \$64,040.00	06/30/22 (\$26,231.25); 07/06/22 (\$11,577.50) and 08/01/22 (\$26,231.25) -	
	Relationship to debtor			

31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?

- ☐ No
☒ Yes. Identify below.

Name of the parent corporation

Goodman Networks Inc

Employer Identification number of the parent corporation

EIN: **74-2949460**

32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?

- ☒ No
☐ Yes. Identify below.

Name of the pension fund

Employer Identification number of the pension fund

Fill in this information to identify the case:

Debtor name Goodman Networks Incorporated dba Goodman Solutions

United States Bankruptcy Court for the: NORTHERN DISTRICT OF TEXAS

Case number (if known) 22-31641-mvl7

☐ Check if this is an amended filing

Official Form 207

Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy

04/22

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

Part 14: Signature and Declaration

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on January 6, 2023



Signature of individual signing on behalf of the debtor

John Goodman

Printed name

Position or relationship to debtor Consultant

Are additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy* (Official Form 207) attached?

☒ No
☐ Yes